

EXHIBIT C

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:)	Chapter 11
)	
CIRCUIT CITY STORES, INC., et al.,)	Case No. 08-35653 (KRH)
)	
Debtors.)	(Jointly Administered)
)	
<hr style="width: 40%; margin-left: 0;"/>		
PRINCIPAL LIFE INSURANCE COMPANY,)	
)	
Movant,)	
)	
v.)	
)	
CIRCUIT CITY STORES, INC.,)	
)	
)	
Respondent.)	

ORDER

This matter having come before the Court upon the Motion and Supporting Memorandum of Principal Life Insurance Company (“Principal”) for the Entry of an Order Determining That the Automatic Stay is Inapplicable to the Commencement and Prosecution of a Certain Foreclosure Action, or, in the Alternative, Granting Relief From the Automatic Stay Pursuant to § 362(d)(2) (the “Motion”) filed in the bankruptcy cases of the above-captioned debtors and debtors in possession (collectively the “Debtors”), the Court finds that (i) it has jurisdiction over

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and

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Counsel for Principal Life Insurance Company

the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(G); (iii) venue is proper in this Court pursuant to 28 U.S.C. § 1409; (iv) proper and adequate notice of the Motion and the opportunity for a hearing thereon has been given and no other or further notice is necessary; and (v) good and sufficient cause exists for the granting of the relief requested in the Motion after having given due deliberation upon the Motion and the arguments presented at any hearing had thereupon. Therefore,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is **GRANTED**.
2. Unless otherwise defined herein, each capitalized term shall have the meaning ascribed to it in the Motion.
3. This Court grants relief from the automatic stay pursuant to § 362(d)(2) of the Bankruptcy Code to permit Principal to: (A) notify the Tenant of the Foreclosure wherein applicable law, N.H. Rev. Stat. Ann. § 479:25, II, requires that the Tenant be so notified and complete such Foreclosure to its conclusion, (B) notify the Tenant of any postponement or adjournment of the Foreclosure, (C) respond to and defend itself to the extent Tenant or any other party challenges the Foreclosure pursuant to N.H. Rev. Stat. Ann. §§ 479:25, II and II-a or other applicable state law, and (D) take any other action required under the Loan Documents or applicable law to effectuate foreclosure on the Mortgage or which is otherwise reasonably related to any of the foregoing.
4. Counsel for the Tenant in the above captioned bankruptcy proceeding is hereby directed to accept service of the statutory notice as well as any complaint, summons, or other pleading or notice required in connection with any of the Foreclosure Remedies.

5. This Court retains jurisdiction to enforce and implement the terms and provisions of this Order and to resolve any and all disputes related thereto.

ENTERED in Richmond, Virginia this ____ day of _____, 2009.

KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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ATTORNEYS FOR PRINCIPAL LIFE
INSURANCE COMPANY

LOCAL BANKRUPTCY RULE 9022-1 CERTIFICATION

Pursuant to Local Bankruptcy Rule 9022-1 (C), I hereby certify that the forgoing proposed Order has been endorsed by or served upon all necessary parties (i) electronically upon all registered users of the ECF system that have filed notices of appearance in this matter, and (ii) by U.S. Mail, first class, postage prepaid, to all persons on the attached Service List.

/s/ Denyse Sabagh
Denyse Sabagh

SERVICE LIST

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